STANDING ORDERS
BERKLEY CoE FIRST SCHOOL
GOVERNANCE BOARD
2026 - 2027

'Let your light shine'

Chair of Governors: Tom Woolman

Signed . ……

Date 7th July 2026 ……

1. **Composition of the Governance Board**

The Governance Board is constituted under the School Governance Constitution Regulations 2012 (and subsequent amendments) and is composed as detailed in the Instrument of Government for the school.

On occasion the Board may choose to appoint an Associate Member from members of the staff or community. This will be someone who will contribute an expertise to the Board that the Board doesn't currently have. Their term of office will be at least 1 year but no more than 4 years, they will have no voting rights at full Board meetings but could be given voting rights on any committee that they may serve on.

2. **Election / Appointment of Governors**

- **Co-opted Governors.** When a vacancy occurs for a Co-opted Governor, the Board of Governors is responsible for appointing a replacement. Governors should be notified of the vacancy for inclusion in the agenda of the next Governors' meeting. The Board will discuss and approve the appointment.
- **Parent Governors.** The Headteacher/LA will act as Returning Officer. The election will be by secret ballot of parents. When a vacancy occurs, a letter will be sent informing parents and inviting nominations, giving details of the Board of Governors criteria. Nomination forms will be included and a minimum of

5/10 school days allowed for their return. If an election is required, ballot papers will be sent out as soon as possible and a minimum of 5/10 school days allowed for their return to the school. The count will take place that day and the result will be displayed on the school notice board and included in the next newsletter to parents. The ballot papers will be held in school for 7 days in the event of a disputed result.

If there are no candidates following an election the Board of Governors will appoint a candidate who meets the criteria as noted in "The School Governance Constitution Regulations 2012".

- **Staff Governor.** The Headteacher will act as Returning Officer. The election will be by secret ballot of all staff. When a vacancy occurs, a notice will be posted in the staff room or a letter sent out to inform the staff. Nomination forms will be available from the school office and 5/10 school days will be allowed for their return. If an election is required, ballot papers will be circulated as soon as possible, and 5/10 school days allowed for their return. The count will take place that day and the result displayed in the staff room. The ballot papers will be held in school for 7 days in the event of a disputed result.
- **LA (Local Authority).** The Board will provide criterion for the nomination by the LA of a candidate who will be appointed by the Board of Governors. The appointment of an LA governor must be an agenda item at a full board meeting and discussed and agreed by Governors in attendance.
- **Foundation Governors.**
    - Appointed by the Bath and Wells Diocesan Board of Education on a nomination from the Parochial Church Council. The local incumbent is automatically the Ex-Officio Foundation Governor unless they choose not to be a Governor in which case the Archdeacon will appoint a substitute Governor.
- **Associate Members**. They are not Governors and are appointed by the full Board for at least a year but no more than 4 years. It will be an item at a full Board meeting and the Board will also need to decide whether the Associate Member will be given voting rights on any committee they might serve. They are subject to the same terms under regulation as a full Governor.

3. **Chair and Vice-Chair**

The Board will elect from among its number a Chair and Vice-Chair. (Excluding any employee of or a pupil at the school).

The term of office of the Chair and Vice-Chair is 4 years.

The process for the election of Chair and Vice-Chair is:

- Governors may self-nominate or may nominate a fellow Governor for Chair and/or Vice-Chair at the first meeting of the academic year. The permission of the nominee must be sought.

Nominees for the position of Chair must leave the room whilst the Board takes a vote and the election of the Chair/Vice-Chair will be decided by an open ballot of all those Governors present. Governors standing for election will withdraw and not vote (see quorums).
The Clerk will chair the meeting until the election of Chair. The newly elected Chair will then chair the meeting from this point onwards including election of Vice-Chair: Nominees for the position of Vice-Chair must leave the room whilst the Board takes a vote.

The Chair and Vice-Chair will cease to hold office if they cease to be a Governor of the school.

If both the Chair and Vice-Chair are absent from a meeting, the Board will elect a Chair for that meeting.

If the Chair resigns, or must relinquish the office for any reason, the Vice-Chair will act as Chair until a successor is appointed at the next meeting of the Board of Governors. The election of Chair will be a specific item of business on the agenda for the meeting.
If the Vice-Chair resigns, or must relinquish the office for any reason, a successor will be appointed at the next meeting of the Board.

If both the Chair and Vice-Chair resign, or have to relinquish their offices for any reason, the Board of Governors will hold a special meeting within 10 days to elect their successors.
The Chair/Vice-Chair can be removed from office by the Governors following procedures set out in Regulation 9 of the School Governance (Roles, Procedures and Allowances) (England) Regulations 2013.

4. Chair's Urgent Action

The Chair, or in his/her absence the Vice-Chair, has authority to take certain urgent actions if:

- a delay in dealing with the matter would be seriously detrimental to the interests of the school, a pupil, the pupil's parents, or a member of staff;
- a meeting could not be called in sufficient time to deal with the matter; and
- the matter is one which can be delegated to an individual.

Any actions taken in such circumstances must be notified to the full Board of Governors at the next meeting.
The following actions cannot be taken (in emergency) without reference to the full Board:

- matters relating to the alteration or closure of schools;

- change of school category;
- change of school name;
- approval of the budget;
- discipline and admissions policies.

5. **The Clerk to the Board of Governors**

The full Board must approve the appointment of the Clerk.
The clerk's role is to:

- convene meetings;
- draw up, with the Chair and Headteacher, the agendas;
- ensure that all meetings are minuted;
- issue minutes;
- maintain a register of members of the Board of Governors and to report vacancies to the Board;
- record attendance and any apologies tendered and accepted;
- provide information to the Board of Governors;
- chair the meeting pending the election of the Chair;
- be responsible for convening meetings as required eg exclusions, appeals and staffing;
- ensure that minutes are available for public inspection;
- receive relevant correspondence;
- send out papers for the election of Parent Governors, or ensure the school undertakes this process.

6. **Committees and Working Parties** (can be removed if the Board doesn't have these)

Where required under relevant legislation and governance regulations and in other cases to ensure the most efficient conduct of its business, the Board will:

- delegate work to committees, individual members of the board and/or the Headteacher, if not a Governor;
- set up working groups to provide information and/or make recommendations to the Board.

The arrangements for delegating functions will be reviewed annually by the full Board of Governors.
The Board of Governors will review the membership and terms of reference of such committees at the first or last meeting in each academic year.
When establishing committees, the Board, in addition to ensuring that at least three Governors are appointed to each, will:

- determine the membership and the method of electing the Chair of each committee;
- establish and record terms of reference;

- allow working parties and committees to determine their own timetables within given limits;
- determine procedures for reporting back.

The membership of any committee of the Board of Governors may include persons who are not members of the board i.e. Associate Members. The full Board shall determine whether such persons shall be entitled to vote in any proceedings of the committee and their term of office.

A committee will provide minutes showing its decisions and actions to the next meeting of the full Board of Governors. The relevant committee will approve their own minutes.

The Board will appoint a Clerk to the committee who is not the Headteacher.

In establishing working parties, the Board will:

- determine the membership, including that of non-members of the Board, and the method of appointing the Chair of each working party;
- establish and record terms of reference (optional but clarity must be given on the remit of the working party);
- allow working parties to determine their own timetables within given limits;
- determine their procedures.

If the board establishes working parties to make recommendations or provide information they will be discontinued when their work has been completed. A working party will present either written recommendations or progress reports to the next meeting of the full Governing Body**.**

7. Conducting Meetings

The Chair will conduct all full Governance Board meetings except where, in his or her absence, the chair will be taken by the Vice-Chair.

It is the role of the Chair to ensure that governor business is conducted in an effective and efficient manner.

8. Calendar of Meetings

The full Board will meet at least 6 times per year.

The full Board will plan the dates and times of its full Board and committee meetings as far in advance as practical.

9. Timing of Meetings

The full Board will agree meeting start times and will aim to limit each meeting to 2 hours maximum.

Where the business has not been completed within the agreed time, those governors present may resolve to continue the meeting to deal with the business notified on the agenda.
A meeting may be discontinued at any time if the Board so resolves. If so, or if the meeting must be abandoned because it is no longer quorate, a further meeting shall be called as soon as practicable to complete the unfinished business.

10. **Electronic Participation**

This board has agreed that governors can attend meetings, full board or committee, and participate and vote via electronic means. This will include but not be limited to telephone or video conference. Attendance electronically to any meeting of this board will be conducted in line with the Governance Boards protocols for electronic participation.
Meetings may be conducted wholly via electronic means where all attendees attend electronically, or a blend of physical and electronic attendance.

11. **Quorum**

For meetings of the full Board the quorum will be one half, rounded up to a whole number, of the complete membership of the Board of Governors, excluding any vacancies.
The quorum for a committee will be at least three governors who are members of the committee, excluding Associate Members and will include those attending electronically.
If during a meeting it becomes inquorate, no further decisions can be made. A record of business discussed, and recommendations made should still be prepared up to the point the meeting became inquorate.

12. **Agenda**

The agenda will be organised by the Clerk in consultation with the Chair and Head teacher.
Individuals or groups of Governors may put forward items for the agenda by contacting the Chair at least 5 working days before the meeting.
Items that have not been included on the agenda can be discussed at the meeting if the full Board or committee agrees to their discussion under any other business or, if appropriate, deferred to a subsequent meeting.
Written notice of meetings, together with the agenda, will be sent to arrive seven clear days before the meeting – except where the Chair calls an urgent meeting at short notice. Papers, which inform agenda items, will be sent to Governors with the agenda.
Sending notices of meetings and other papers electronically is acceptable if a Governor has indicated that he/she is prepared to accept material relating to meetings in this way.

Non-receipt of notice of a meeting will not invalidate the meeting.

13. **Attendance**

The Clerk will keep a record of all persons attending a meeting of the Governance Board or any of its committees. All apologies will be sent to the Clerk.
A record in the minutes will be made of those participating in person and any participating electronically.
The minutes will also record the names of Governors who have sent apologies, which have been accepted. Where a Governor sends an apology for absence with reason, the Board or committee will decide whether to 'consent' to the absence and the Clerk will record the decision in the minutes.
The point of arrival of any person attending the meeting late and departure of any person leaving before the end of a meeting will be recorded in the minutes, whether they are attending in person or electronically.
If a governor fails to attend meetings without the consent of the Board for a period of six months, they will be disqualified from holding office as a Governor. The six-month period commences from the date of the first meeting s/he fails to attend.

14. **Suspension of Governors**

The Board of Governors can suspend a Governor for a period of up to six months under circumstances set out in Regulation 17 of the School Governance (Roles, Procedures and Allowances) (England) Regulations 2013.

15. **Governors' Expenses**

The Board will prepare a policy on the payment of expenses of Governors in accordance with the procedure regulations 2013.

16. **Governor Discussions**

The Board will receive, but not debate, decisions that it has delegated to a committee or to an individual. Decisions will be recorded in the minutes.
The full Board will not debate or discuss any matter that is likely, subsequently, to be the subject of a complaint, appeal or disciplinary hearing.

17. **Confidentiality of Proceedings**

Discussions, proceedings and voting at meetings of the Governance Board and committees will be treated as confidential and not revealed to anyone other than a Governor, until they become a matter of public record. This Governance Board understands their responsibilities and duties regarding data protection and the general data protection regulation.

18. **Code of Conduct**

Our Governance Board members have all signed up to our 'Code of Conduct' and are reminded of their acceptance of the code on an annual basis such as observing the 7 Nolan Principles of public office.

19. **Decision Making**

Members of the Board accept that only a full meeting of the Board must make all decisions unless an individual or a committee has been delegated to deal with a specific issue. No decisions are made by the Board, a committee or an individual via email, unless the decision is made under the Chairs urgent actions (paragraph 4). **This is a new addition to the standing orders, and it brings the actions of the board in line with regulation and provides clarity in the difference of electronic participation.**

A simple majority through a show of hands will be made after full discussion and decision unless any member requests a secret ballot. Only Governors present at a meeting may vote (including those attending electronically); proxy voting is not allowed.

A decision of the Board is binding upon all its members. Any Governor publicly dissociating themselves from a decision may result in that Governor being suspended for a period of up to six months.

If there is a tied vote at the end of a discussion the Chair, or person acting as Chair for that meeting, has a casting vote.

Decisions of the Board may only be amended or rescinded at a subsequent meeting of the full Governing Body.

20. **Minutes of Meetings**

The minutes of meetings will be drawn up on consecutively numbered loose-leaf pages, each page signed by the Chair of the meeting where they are approved. Copies of the draft minutes will be checked for accuracy by the Chair and the Head teacher.

The minutes of a meeting will be considered for approval or amendment at the next meeting.

Actions will be taken based on unapproved/draft minutes and need not await the approval of minutes at the next meeting.

Those matters that must by law remain confidential or which the Board or committee decides shall be confidential will not be published in the main minutes of any meeting but will be recorded separately and made available to Governors only.

Minutes of meetings will be available for public inspection once they have been approved and signed by the Chair.

21. **Access to Meetings of the Governing Body**

Apart from Governors, the only people entitled to attend a meeting of the Governance Board are the Headteacher (where s/he has chosen not to be a Governor), Associate Members and the Clerk. The Board will decide, who, other than those stated will be admitted to its meetings.
When the Headteacher is absent the Headteacher's nominee may attend the meeting but will not have a vote (when the Headteacher is a governor and entitled to a vote), unless they are acting as interim Head during the substantive Headteacher's absence.
A teacher may be invited to attend meetings of the full Board as part of his or her professional development, or if the Board request them to attend to present.
The Chair, on behalf of the Board, may ask a visitor to leave the meeting. If the person refuses to leave when asked, that person is trespassing, and the Chair has the right to have him/her removed.

22. **Correspondence**

All incoming correspondence, excluding any concerning a complaint, is for the attention of the whole Board. Significant items will be presented to each meeting of the Board, including any upon which the Chair has already taken urgent action, so that the need for, and the nature of any action may be decided or confirmed.
The Board will determine by resolution who should write letters, policy papers or discussion documents on behalf of the Governance Board. No Governor should write such a letter or policy paper without the delegated authority of a committee or the full Board.

23. **Headteacher's Role**

The Headteacher is accountable for the educational performance within the school to the Board and has a statutory duty to keep the Board fully informed. The Head teacher will present a written report at least termly to meetings of the Board.
Where important information required by the Board is given orally, it will be recorded in the minutes in appropriate detail.
Where information is required by the Board but is not so readily available, reasonable time will be given for its production.
Where expertise or contribution to discussion is needed but not available within the Board, the Board may consider appointing an Associate Member from amongst staff or the community.

24. **Pecuniary and Personal Interest**

The Board will maintain a register of the pecuniary interest of its members signed by all members and information will be published on the school website.
A Governor will be required to withdraw from a meeting, if s/he:

- stands to gain financially from a matter under consideration;
- has a personal interest in a matter under consideration;
- is a relative of a pupil, a parent or an employee being discussed.

Governors who have declared a personal interest must be allowed to attend a meeting of a committee or the full Board to give evidence if they have made relevant accusations or are witnesses in the case, when it is discussing:

- disciplinary action against an employee or against a pupil;
- matters arising from an alleged incident involving a pupil.

Governors will be required to withdraw from a meeting under circumstances set out in Regulation 16 and Schedule 1 of the School Governance (Roles, Procedures and Allowances) (England) Regulations 2013.
If there is a dispute about a person attending a Board or committee meeting being required to withdraw, the matter of withdrawal shall be determined by the Board or committee.

25. **Complaints and Staff Discipline**

The Board will establish procedures for dealing with general complaints and for curriculum complaints. The Board will establish procedures for dealing with staff disciplinary matters and staff grievances.

26. **Delegation of Functions**

An individual Governor may take no action unless authority to do so has been delegated formally by the full Governance Board.
The Board will determine the extent to which it will delegate its functions to an individual or to a committee but will not delegate decision making on those matters which must be decided by the whole Board to either an individual or to a committee. The levels of delegation will be recorded in the Board minutes, scheme of delegation document and reflected in any committee terms of reference.
The Board may delegate discipline and grievance procedures to one or more Governors, to the Headteacher or to one or more Governors and the Headteacher together. On occasion there may not be sufficient governors to serve on a statutory committee (staff discipline and grievance, complaints, exclusions) and so within the relevant policies and procedures allowances may be made for an independent governor from another school to serve on these committees.

27. **Review**

Amendments to these Standing Orders may be made only by the Governance Board at its first or last meeting of any academic year.

28. **Distribution**

One copy of these Standing Orders will be presented to each member of the Board, new Governors when they join, and the Clerk. One copy will be filed as part of the record of the meeting at which they are agreed or amended.